

NOV 28 2001

Michael N. Milby, Clerk of Court

IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

MARK NEWBY,

Plaintiff,

vs.

ENRON CORPORATION, ANDREW S.
FASTOW, KENNETH L. LAY, and
JEFFREY K. SKILLING,

Defendants,

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CIVIL ACTION NO. H-01-3624

JURY TRIAL DEMANDED

**AMENDED MOTION TO SUBSTITUTE COUNSEL
FOR DEFENDANT KENNETH L. LAY**

Defendant Kenneth L. Lay files this Motion to Substitute Counsel and, in support thereof, would respectfully show as follows:

1. Mr. Lay is currently represented by Robin C. Gibbs and the law firm of Gibbs & Bruns, L.L.P. Mr. Lay wishes to substitute, as his new counsel of record and attorney-in-charge, James E. Coleman, Jr., Southern District of Texas Admission No. 04574000, of the law firm of Carrington, Coleman, Sloman & Blumenthal, L.L.P., 200 Crescent Court, Suite 1500, Dallas Texas, 754201, telephone: 214-855-3000, telecopier: 214-855-1333. Mr. Lay will also be represented by Charles F. Richards, Jr. of the law firm of Richards, Layton & Finger P.A., One Rodney Square, P.O. Box 551, Wilmington, Delaware 19899, telephone: 302-651-7738, telecopier: 302-784-7014.

2. This substitution is not for the purpose of delay.

3. Mr. Lay approves of this substitution of counsel.

Accordingly, Defendant Kenneth L. Lay respectfully requests that this Motion to

Substitute Counsel be granted, that Robin C. Gibbs and the law firm of Gibbs & Bruns, L.L.P. be permitted to withdraw from representing Kenneth L. Lay in this matter, and that James E. Coleman, Jr. and the law firm of Carrington, Coleman, Sloman & Blumenthal, L.L.P. and Charles F. Richards, Jr. and the law firm of Richards, Layton & Finger, P.A. be permitted to appear in this action and substitute as counsel of record for Kenneth L. Lay.

Respectfully submitted,

**CARRINGTON, COLEMAN, SLOMAN &
BLUMENTHAL, L.L.P.**

By: James Coleman, Jr. *with power*
James E. Coleman, Jr.
State Bar No. 0457400
Southern District ID No. 04574000
200 Crescent Court, Suite 1500
Dallas Texas, 754201
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**SUBSTITUTING COUNSEL
FOR KENNETH L. LAY**

OF COUNSEL:

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Telephone: 302-651-7738
Telecopier: 302-784-7014.

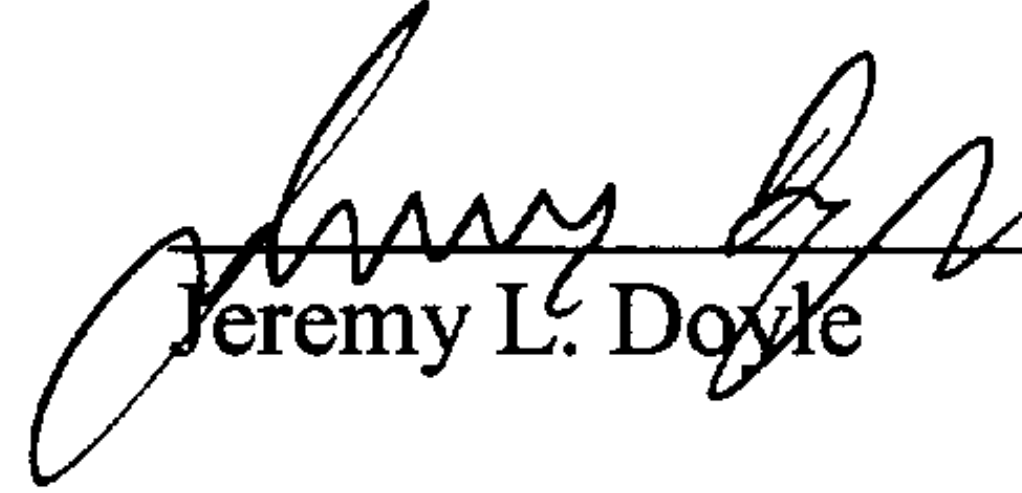
GIBBS & BRUNS, L.L.P.

By: Robin C. Gibbs *with permission*
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Houston, Texas 77002
Telephone: 713/650-8805
Telecopier: 713/750-0903

**WITHDRAWING COUNSEL FOR
KENNETH L. LAY**

CERTIFICATE OF CONFERENCE

I hereby certify that Plaintiffs' counsel have indicated that they are not opposed to this motion.



Jeremy L. Doyle

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing instrument was served on the following counsel via hand delivery, certified mail, return receipt requested, federal express and/or facsimile on this the 28th day of November, 2001.

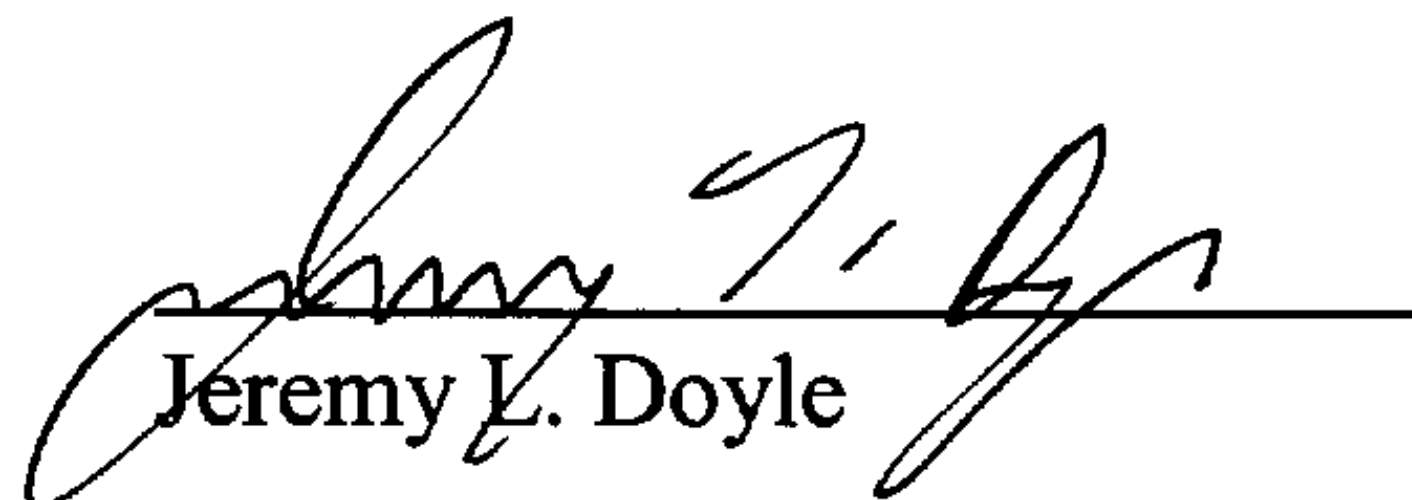
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Jeremy L. Doyle